

12-06-02

2811

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Express Mail No.: EL 451 599 023 US

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

Application of: Alexander Tzlenchuk, et al.

Serial No.: 10/025,818

Confirmation No. 3678

Filed: December 18, 2001

Art Unit: 2811

For: *FINGER SQUID QUBIT DEVICE*

Examiner: To be assigned

Attorney Docket No.: 11090-048-999

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U.S. PATENT AND TRADEMARK OFFICE  
DEC -9 2002

**TRANSMITTAL OF POWER OF ATTORNEY BY ASSIGNEE**

Assistant Commissioner for Patents  
Washington, D.C. 20231

Sir:

Applicants enclose herewith a Power of Attorney by Assignee and Exclusion of Inventors Under 37 C.F.R. 3.71 with Statement Under C.F.R. 3.73(b) executed by Geordie Rose, President and CEO, D-Wave Systems, Inc. on November 5, 2002.

Applicants believe that no fee is required with submission of the enclosed Power of Attorney by Assignee and Exclusion of Inventors Under 37 C.F.R. 3.71 with Statement Under C.F.R. 3.73(b). However, if it is found that a fee is necessary, please charge the required fee to Pennie & Edmonds Deposit Account No. 16-1150. A copy of this sheet is provided.

Respectfully submitted,

*Richard G.A. Bone*

Date December 4, 2002

Richard G.A. Bone  
Limited Recognition Under 37 C.F.R. § 10.9(b)  
(Copy of Certificate Enclosed)  
for Gary S. Williams (Reg. No.) 31,066  
PENNIE & EDMONDS LLP  
1155 Avenue of the Americas  
New York, New York 10036-2711  
(212) 790-9090

Enclosures

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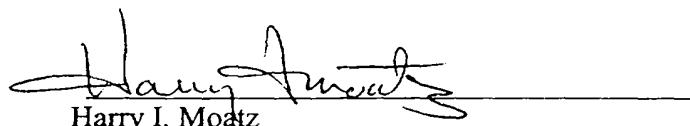
**BEFORE THE OFFICE OF ENROLLMENT AND DISCIPLINE  
UNITED STATE PATENT AND TRADEMARK OFFICE**

**LIMITED RECOGNITION UNDER 37 CFR § 10.9(b)**

Dr. Richard G. A. Bone is hereby given limited recognition under 37 CFR §10.9(b) as an employee of Pennie & Edmonds, LLP to prepare and prosecute patent applications wherein the patent applicant is the client of Pennie & Edmonds, LLP, and the attorney or agent of record in the applications is a registered practitioner who is a member of Pennie & Edmonds, LLP. This limited recognition shall expire on the date appearing below, or when whichever of the following events first occurs prior to the date appearing below: (i) Dr. Richard G. A. Bone ceases to lawfully reside in the United States, (ii) Dr. Richard G. A. Bone's employment with Pennie & Edmonds, LLP ceases or is terminated, or (iii) Dr. Richard G. A. Bone ceases to remain or reside in the United States on an H-1B visa.

This document constitutes proof of such recognition. The original of this document is on file in the Office of Enrollment and Discipline of the U.S. Patent and Trademark Office.

Expires: April 3, 2003

  
\_\_\_\_\_  
Harry I. Moatz  
Director of Enrollment and Discipline

DEC 04 2002

POWER OF ATTORNEY

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Application of: Tzalenchuk *et al.*

Application No.: 10/025,818

Group Art Unit: 2811

Filed: December 18, 2001

Examiner: Not Assigned

For: FINGER SQUID QUBIT DEVICE

Attorney Docket No.: 11090-048-099

Confirmation No.: 3678

RECEIVED  
U.S. PATENT AND TRADEMARK OFFICE  
DEC - 9 2002

**POWER OF ATTORNEY BY ASSIGNEE  
AND EXCLUSION OF INVENTOR(S) UNDER 37 C.F.R. 3.71  
WITH STATEMENT UNDER C.F.R. 3.73 (b)**

Assistant Commissioner for Patents  
Washington, D.C. 20231

Sir:

The undersigned assignee of the entire interest in the above-identified subject application hereby appoints: Berj A. Terzian (Reg. No. 20060), David Weild, III (Reg. No. 21094), Barry D. Rein (Reg. No. 22411), Charles E. McKenney (Reg. No. 22795), Philip T. Shannon (Reg. No. 24278), Francis E. Morris (Reg. No. 24615), Charles E. Miller (Reg. No. 24576), Gidon D. Stern (Reg. No. 27469), John J. Lauter, Jr. (Reg. No. 27814), Brian M. Poissant (Reg. No. 28462), Rory J. Radding (Reg. No. 28749), Stephen J. Harbulak (Reg. No. 29166), Donald J. Goodell (Reg. No. 19766), Thomas E. Friebel (Reg. No. 29258), Laura A. Coruzzi (Reg. No. 30742), Geraldine F. Baldwin (Reg. No. 31232), Victor N. Balancia (Reg. No. 31231), Samuel B. Abrams (Reg. No. 30605), Steven I. Wallach (Reg. No. 35402), Adriane M. Antler (Reg. No. 32605), Thomas G. Rowan (Reg. No. 34419), James G. Markey (Reg. No. 31636), Thomas D. Kohler (Reg. No. 32797), Scott D. Stimpson (Reg. No. 33607), Gary S. Williams (Reg. No. 31066), Ann L. Gisolfi (Reg. No. 31956), Kelly D. Talcott (Reg. No. 39582), Francis D. Cerrito (Reg. No. 38100), Anthony M. Insogna (Reg. No. 35203), Brian M. Rothery (Reg. No. 35340), Brian D. Siff (Reg. No. 35679), Michael J. Lyons (Reg. No. 37386), Nikolaos C. George (Reg. No. 39201), Stephen S. Rabinowitz (Reg. No. 40286), Ognjan V. Shentov (Reg. No. 38051), Kenneth L. Stein (Reg. No. 38704), Nanda K. Alapati (Reg. No. 39,893), Andrew J. Gray (Reg. No. 41,796), Henry C. Lebowitz (Reg. No. 36,196) and Karen G. Horowitz (Reg. No. 35,199), all of Pennie & Edmonds LLP, whose addresses are 1155 Avenue of the Americas, New York, New York 10036, 1667 K Street N.W., Washington, DC 20006 and 3300 Hillview Avenue, Palo Alto, CA 94304, all of Pennie & Edmonds LLP (PTO Customer No. ), as its attorneys to prosecute this application and to transact all business in the United States Patent and Trademark Office connected therewith, said appointment to be to the exclusion of the inventors and their attorney(s) in accordance with the provisions of 37 C.F.R. 3.71, provided that, if any one of these attorneys ceases being affiliated with the law firm of Pennie & Edmonds LLP as partner, counsel, or employee, then the appointment of that attorney and all powers derived therefrom shall terminate on the date such attorney ceases being so affiliated.

Please direct all correspondence for this application to customer no. 24341.

I am the:

- Applicant/Inventor  
 Assignee of record of the entire interest. See 37 CFR 3.71.  
(Statement under 37 CFR 3.73(b) is applicable)

**Statement Under 37 C.F.R. 3.73(b)**

\* states that it is:

- the assignee of the entire right, title, and interest; or  
 an assignee of less than the entire right, title and interest.  
The extent (by, percentage) of its ownership interest is \_\_\_\_\_ %

in the patent application/patent identified above by virtue of either:

- An assignment from the inventor(s) of the patent application/patent identified above. The assignment was recorded in the United States Patent and Trademark Office on April 29, 2002 at Reel 012873, Frame 0014, or for which a copy thereof is attached.

OR

- A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as shown below:

1. From: \_\_\_\_\_ To: \_\_\_\_\_  
The document was recorded in the United States Patent and Trademark Office on at Reel \_\_\_\_\_, Frame \_\_\_\_\_, or for which a copy thereof is attached.

2. From: \_\_\_\_\_ To: \_\_\_\_\_  
The document was recorded in the United States Patent and Trademark Office on at Reel \_\_\_\_\_, Frame \_\_\_\_\_, or for which a copy thereof is attached.

3. From: \_\_\_\_\_ To: \_\_\_\_\_  
The document was recorded in the United States Patent and Trademark Office on at Reel \_\_\_\_\_, Frame \_\_\_\_\_, or for which a copy thereof is attached.

- Additional documents in the chain of title are listed on a supplemental sheet.

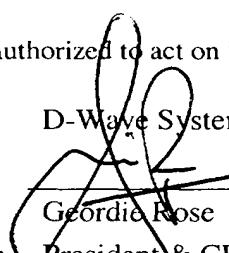
- Copies of assignments of other documents in the chain of title are attached.

[Note: A separate copy (i.e., the original assignment document or a true copy of the original document) must be submitted to Assignment Division in accordance with 37 CFR Part 3, if the assignment is to be recorded in the records of the USPTO. See MPEP 302.08]

The undersigned (whose title is supplied below) is authorized to act on behalf of the assignee.

Date:

Nov 5<sup>th</sup> / 2002

ASSIGNEE: D-Wave Systems, Inc.  
Signature:   
Typed Name: Geordie Rose  
Position/Title: President & CEO  
Address: 320-1985 West Broadway, Vancouver,  
British Columbia V6J 4Y3 Canada

Executed this \_\_\_\_\_ day of \_\_\_\_\_, 2002.

**Zdravko Ivanov**

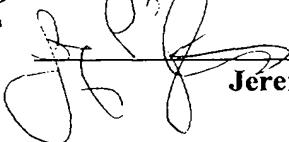
WITNESSED:

Signature

Date

Type or print name of witness

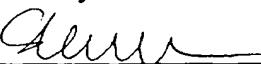
Executed this 18 day of April, 2002.

  
**Jeremy P. Hilton**

State of \_\_\_\_\_ )  
                    ) ss.

County of \_\_\_\_\_ )  
On \_\_\_\_\_ before me,  
personally appeared \_\_\_\_\_ personally  
known to me or proved to me on the basis of satisfactory evidence to be the person(s) whose  
name(s) is(are) subscribed to the within instrument and acknowledged to me that he/she/they  
executed the same in his/her/their authorized capacity(ies), and that by his/her/their  
signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s)  
acted, executed the instrument.

WITNESS my hand and official seal.

  
**SARAH LEVINE**  
SIGNATURE OF NOTARY  
WITNESS

**SARAH LEVINE**  
APRIL 18, 2002

## ASSIGNMENT

For good and valuable consideration, receipt of which is hereby acknowledged, we

Tzalenchuk, Alexander	of	Göteborg, Sweden
Ivanov, Zdravko	of	Gothenburg, Sweden
Hilton, Jeremy P.	of	Vancouver, B.C., Canada

hereby sell, assign and transfer to D-Wave Systems, Inc., a Canadian corporation, having a place of business at 1985 West Broadway, Suite 320, Vancouver, B.C. V6J 4Y3, Canada, its successors and assigns, the entire right, title and interest throughout the world in our invention in

### Finger Squid Qubit Device

for which we filed a United States Patent Application on December 18, 2001, which now has Serial No. 10/025,818, and all patent applications and patents of every country for said invention, including divisions, reissues, continuations and extensions thereof, and all rights of priority resulting from the filing of said applications; we authorize the above-named assignee to apply for patents of foreign countries for said invention, and to claim all rights of priority without further authorization from us; we agree to execute all papers useful in connection with said United States and foreign applications, and generally to do everything possible to aid said assignee, their successors, assigns and nominees, at their request and expense, in obtaining and enforcing patents for said invention in all countries; and we request that the United States Patent and Trademark Office issue all patents granted for said invention to the above-named assignee, its successors and assigns.

Executed this \_\_\_\_\_ day of \_\_\_\_\_, 2002.

**Alexander Tzalenchuk**

**WITNESSED:**

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

\_\_\_\_\_  
Type or print name of witness

Attorney Docket No.: M-12305-1D US

**ASSIGNMENT**

For good and valuable consideration, receipt of which is hereby acknowledged, we

Tzalenchuk, Alexander	of	Göteborg, Sweden
Ivanov, Zdravko	of	Gothenburg, Sweden
Hilton, Jeremy P.	of	Vancouver, B.C., Canada

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Executed this \_\_\_\_\_ day of \_\_\_\_\_, 2002.

---

**Alexander Tzalenchuk****WITNESSED:**

---

Signature

---

Date

---

Type or print name of witness

Attorney Docket No.: M-12305 US

Executed this \_\_\_\_\_ day of \_\_\_\_\_, 2002.

**Zdravko Ivanov**

**WITNESSED:**

Signature

Date

Type or print name of witness

Executed this \_\_\_\_\_ day of \_\_\_\_\_, 2002.

**Jeremy P. Hilton**

State of \_\_\_\_\_ )  
                    ) ss.

County of \_\_\_\_\_ )  
On \_\_\_\_\_ before me,

personally appeared \_\_\_\_\_ personally  
known to me or proved to me on the basis of satisfactory evidence to be the person(s) whose  
name(s) is(are) subscribed to the within instrument and acknowledged to me that he/she/they  
executed the same in his/her/their authorized capacity(ies), and that by his/her/their  
signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s)  
acted, executed the instrument.

WITNESS my hand and official seal.

**SIGNATURE OF NOTARY**

## ASSIGNMENT

For good and valuable consideration, receipt of which is hereby acknowledged, we

Tzalenchuk, Alexander	of	Göteborg, Sweden
Ivanov, Zdravko	of	Gothenburg, Sweden
Hilton, Jeremy P.	of	Vancouver, B.C., Canada

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Executed this 16 day of April, 2002.



Alexander Tzalenchuk

### WITNESSED:

Signature

Date

Type or print name of witness

Attorney Docket No.: M-12305 US

Executed this 16 day of April, 2002.Zdravko Ivanov

## WITNESSED:

\_\_\_\_\_  
Signature Anayesh Brinlin  
\_\_\_\_\_  
Date 16<sup>th</sup> April, 2002  
\_\_\_\_\_  
Type or print name of witness ANAYESH MALISA

Executed this \_\_\_\_\_ day of \_\_\_\_\_, 2002.

Jeremy P. Hilton

State of \_\_\_\_\_ )  
                    ) ss.  
County of \_\_\_\_\_ )  
On \_\_\_\_\_ before me, \_\_\_\_\_  
personally appeared \_\_\_\_\_ personally  
known to me or proved to me on the basis of satisfactory evidence to be the person(s) whose  
name(s) is(are) subscribed to the within instrument and acknowledged to me that he/she/they  
executed the same in his/her/their authorized capacity(ies), and that by his/her/their  
signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s)  
acted, executed the instrument.

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SIGNATURE OF NOTARY